

Dayna E. Underhill, OSB #926004
E-mail: dayna.underhill@hklaw.com
Calon N. Russell, OSB # 94910
E-mail: calon.russell@hklaw.com
HOLLAND & KNIGHT LLP
2300 US Bancorp Tower
111 SW Fifth Avenue
Portland, OR 97204
Telephone: 503.243.2300
Fax: 503.241.8014

Attorneys for Theodore L. Vallas

UNITED STATES DISTRICT COURT
DISTRICT OF OREGON
PORTLAND DIVISION

ADI ACQUISITION CO., LLC,

Plaintiff,

v.

THEODORE L. VALLAS

Defendant.

Case No. 3:18-CV-01871-HZ

DECLARATION OF DAYNA E.
UNDERHILL IN SUPPORT OF MOTION
TO WITHDRAW AS COUNSEL FOR
DEFENDANT THEODORE L. VALLAS

I, Dayna E. Underhill, declare and state as follows:

1. I am a partner in the law firm of Holland & Knight LLP and I, along with my associate, Calon N. Russell, are counsel of record for Defendant Theodore L. Vallas in this matter. I make this declaration on the basis of my own personal knowledge in support of the Motion of Attorney Dayna E. Underhill for the Withdrawal of Dayna E. Underhill, Calon N. Russell, and Holland & Knight, LLP as Counsel for Defendant Theodore L. Vallas filed contemporaneously herewith.

2. On December 19, 2019, Mr. Vallas executed a written engagement agreement with Holland & Knight, LLC setting forth the terms of our engagement as counsel.

3. There has been a fundamental breakdown in the attorney-client relationship that materially impacts my ability to ethically and professionally defend this matter and satisfy my obligations to the court and counsel. I have worked diligently to resolve these issues and been unsuccessful. The details of these issues are both confidential and privileged and I believe that revealing any further related information is prohibited by Oregon Rule of Professional Conduct RPC 1.6(a) which provides: “A lawyer shall not reveal information relating to the representation of a client unless the client gives informed consent, the disclosure is impliedly authorized in order to carry out the representation or the disclosure is permitted by paragraph (b).” Moreover, I believe that revealing the information may be prejudicial to the administration of justice in this matter.

4. In addition to my practice as a litigator, I also maintain a practice as a professional responsibility lawyer. In that capacity, I regularly advise lawyers about their responsibilities under the Rules of Professional Conduct. I have further consulted ethics counsel on this matter. It is my opinion that the situation that has arisen permits and potentially requires withdrawal by my firm and me from this case.

5. Advance notice of counsel’s intended withdrawal was provided orally to Mr. Vallas on April 17, 2019. Copies of this Motion and supporting documentation were provided to Mr. Vallas on Thursday, April 25, 2019, via electronic mail and overnight mail.

6. On April 28, 2019, Mr. Vallas advised in writing that he does not intend to oppose this Motion.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on April 30, 2019

s/Dayna E. Underhill

Dayna E. Underhill, OSB #926004

CERTIFICATE OF SERVICE

I hereby certify that I caused the foregoing DECLARATION OF DAYNA E. UNDERHILL IN SUPPORT OF MOTION TO WITHDRAW AS COUNSEL FOR DEFENDANT THEODORE L. VALLAS to be served on the following person[s]:

Ava L. Schoen
TONKON TORP LLP
1600 Pioneer Tower
888 SW Fifth Avenue, Suite 1600
Portland, OR 97204
Email: ava.schoen@tonkon.com
Telephone: 503.802.2143
Fax: 503.972.3843

Attorney for Plaintiff

by the following indicated method or methods:

- ☒ by CM/ECF electronically mailed notice from the Court on the date set forth below.
- ☐ by mailing full, true and correct copies thereof in sealed, first class postage prepaid envelopes, addressed to the parties and/or their attorneys as shown above, to the last-known office addresses of the parties and/or attorneys, and deposited with the United States Postal Service at Portland, Oregon, on the date set forth below.
- ☐ by causing full, true, and correct copies thereof to be hand-delivered to the parties and/or their attorneys at their last-known office addresses listed above on the date set forth below.
- ☐ by sending full, true, and correct copies thereof, via overnight courier in sealed, prepaid envelopes, addressed to the parties and/or their attorneys as shown above, to the last-known office addresses of the parties and/or their attorneys, on the date set forth below.
- ☐ by faxing full, true, and correct copies thereof to the fax machines which are the last-known fax numbers for the parties' and/or attorneys' offices, on the date set forth below.

DATED April 30, 2019.

s/ Dayna E. Underhill
Dayna E. Underhill